



STANFORD INSTITUTIONAL INVESTORS' FORUM

December 4th, 2013
PricewaterhouseCoopers
300 Madison Avenue
New York, New York 10017

AGENDA

9:30 a.m. Investor Roundtable on Proxy Season 2014 (*Closed to Investors Only*)

10:30 a.m. WELCOME and INTRODUCTIONS

Professor Joseph A. Grundfest, Co-Director, Stanford Institutional Investors' Forum, The William A. Franke Professor of Law and Business, Stanford Law School; Senior Faculty, Rock Center for Corporate Governance

Professor F. Daniel Siciliano, Co-Director, Stanford Institutional Investors' Forum, Professor and Associate Dean for Executive Education and Special Programs, Stanford Law School; Faculty Director, Rock Center for Corporate Governance

Richard H. Koppes, Co-Director, Stanford Institutional Investors' Forum, Stanford University

Abe Friedman, Co-Director Stanford Institutional Investors' Forum, Stanford University; Managing Partner, Camberview Partners

10:45 a.m. Turnover of Shareholder Base in Proxy Fights and Contested Mergers & Acquisitions

Glenn Booraem, Fund Controller at Vanguard

Mike Garland, Executive Director of Corporate Governance, NYC Comptroller's Office

Douglas L. Braunstein, Vice Chairman, Chairman of Investment Committee and Member of Operating Committee, JPMorgan Chase & Co.

12:15 p.m. LUNCH

1:15 p.m. Capital Allocation

Moderator: Professor Joe Grundfest, Co-Director, Stanford Institutional Investors' Forum

Mike Gallagher, Managing Partner, Assurance Quality and Transformation, PwC
Donna Anderson, Vice President and Corporate Governance Specialist, T Rowe Price
Chris Cernich, Director of M&A and Proxy Contest Research at ISS

2:45 p.m. BREAK

3:00 p.m. Enforcement and Governance: The View From the US Attorneys' Office

Preet Bharara, U.S. Attorney for the Southern District of New York

Commentator: Professor Joe Grundfest, Co-Director, Stanford Institutional Investors' Forum

4:30 p.m. COCKTAILS

Conversation with **Carl Icahn** about Shareholder Activism

5:30 p.m. DINNER

Conversation with **Carl Icahn** about Shareholder Activism